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November 19, 1996

The Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

100002020721--2  
-12/05/96--01033--005  
\*\*\*\*122.50 \*\*\*\*122.50

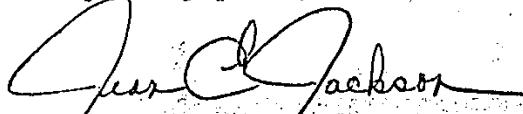
RE: The Turtle Thomas School of Baseball, Inc.

Dear Sir or Madam:

Enclosed herein please find an original and one (1) copy of the Articles of Incorporation for The Turtle Thomas School of Baseball, Inc. A check in the amount of One Hundred Twenty-Two Dollars, Fifty Cents (\$122.50) as your fee for incorporating same is enclosed herein.

Thank you for your courtesy and prompt attention to this matter.

Very truly yours,



JEAN E. JACKSON  
Legal Assistant to  
WARNER B. "CHIP" MILLER

WBM:jej  
Encls.

FILED  
96 DEC -5 AM 10:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

KK  
12.9.96

CERTIFICATE OF INCORPORATION

of

THE TURTLE THOMAS SCHOOL OF BASEBALL, INC.

FILED  
96 DEC -5 AM 10:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

THE TURTLE THOMAS SCHOOL OF BASEBALL, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial address of the principal office of the corporation shall be:

P. O. Box 248167  
Coral Gables, FL 33124

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

TURTLE THOMAS	President, Vice President, Secretary, Treasurer P. O. Box 248167 Coral Gables, FL 33124
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ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscriber is as follows:

TURTLE THOMAS	P. O. Box 248167 Coral Gables, FL 33124
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ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned **TURTLE THOMAS**, being a natural person, competent to contract, have hereunto set his hands and seals this 27<sup>th</sup> day of November , 1996.

Turtle Thomas (SEAL)  
**TURTLE THOMAS**

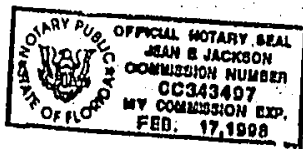
STATE OF FLORIDA     )  
                              )     SS:  
COUNTY OF BROWARD    )

BEFORE ME, the undersigned authority personally appeared **TURTLE THOMAS**, to me well known and known to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

SWORN TO and SUBSCRIBED before me this 27<sup>th</sup> day of November 1996, by **TURTLE THOMAS**, who (✓) is personally known to me ( ) has produced \_\_\_\_\_ as identification. (SEAL)

Jean E Jackson  
Jean E Jackson (Print Name)  
Notary Public  
Commission No. \_\_\_\_\_

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That THE TURTLE THOMAS SCHOOL OF BASEBALL, INC., desiring to organize under the Laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, in the City of Coral Gables, County of Dade, State of Florida, has named TURTLE THOMAS, located at 5525 S. W. 85th Street, Miami, FL, 33143, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY: Turtle Thomas  
TURTLE THOMAS  
Registered Agent

FILED  
96 DEC -5 AM 10:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA